

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

Chapter 11

DELPHI CORPORATION, et al.,

Case No. 05-44481 (RDD)

Debtors

(Jointly Administered)

AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF MICHIGAN)
)ss:
COUNTY OF OAKLAND)

David J. Lyons, being duly sworn, deposes and says:

1. I am a principal of the Association of Businesses Advocating Tariff Equity ("ABATE") which maintains offices at 255 S. Old Woodward Avenue, Third Floor, Birmingham, Michigan 48009.

2. Neither I, ABATE, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.

3. ABATE, has represented and advised the Debtors in energy purchasing matters and energy law and regulatory changes with respect to a broad range of aspects of Debtor's businesses.

4. The Debtors have requested, and ABATE has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and ABATE proposes to render the following services to the Debtors: Represent Delphi's interests before regulatory bodies having the authority to establish the rates and terms and conditions at which Delphi purchases electricity and natural gas; represent Delphi's interests before the Michigan Legislature in matters that may affect Delphi's cost of doing business in Michigan; and, representing Delphi's interests before federal agencies and regional organizations that will adopt policies affecting the cost of energy delivered in Michigan.

5. ABATE's current fees arrangement is an annual retainer of \$10,000 plus time incurred on an hourly basis at rates between \$150 to \$275 per hour.

6. Except as set forth herein, no promises have been received by ABATE or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

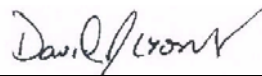
7. ABATE has no agreement with any entity to share with such entity any compensation received by ABATE.

8. ABATE and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. ABATE does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accounts that would be adverse to the Debtors or their estates.

9. Neither I, ABATE, not any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which ABATE is to be engaged.

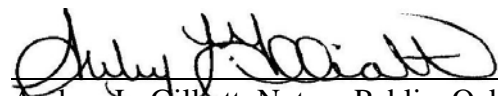
10. The foregoing constitutes the statement of ABATE pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT



David J. Lyons, Treasurer
Association of Businesses Advocating
Tariff Equity

Subscribed and sworn to before me this
7th day of February, 2006



Audrey L. Gillhott, Notary Public, Oakland County
Acting in Oakland County, Michigan
My commission expires: 07/06/06